

**Google Inc.**

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS—(Continued)**

Revenues by geography are based on the billing address of the advertiser. The following table sets forth revenues and long-lived assets by geographic area (in thousands):

	<b>Year Ended December 31,</b>		
	<b>2005</b>	<b>2006</b>	<b>2007</b>
<b>Revenues:</b>			
United States .....	\$3,756,886	\$ 6,030,140	\$ 8,698,021
United Kingdom .....	878,110	1,603,842	2,530,916
Rest of the world .....	1,503,564	2,970,935	5,365,049
Total revenues .....	<u>\$6,138,560</u>	<u>\$10,604,917</u>	<u>\$16,593,986</u>
 <b>As of December 31,</b>			
<b>Long-lived assets:</b>	<b>2005</b>	<b>2006</b>	<b>2007</b>
United States .....	\$1,080,236	\$ 5,070,694	\$ 7,334,877
Rest of the world .....	190,506	362,810	711,791
Total long-lived assets .....	<u>\$1,270,742</u>	<u>\$ 5,433,504</u>	<u>\$ 8,046,668</u>

**ITEM 9. CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS ON ACCOUNTING AND FINANCIAL DISCLOSURE**

Not applicable.

**ITEM 9A. CONTROLS AND PROCEDURES**

*(a) Evaluation of disclosure controls and procedures.*

Our management, with the participation of our chief executive officer and chief financial officer, evaluated the effectiveness of our disclosure controls and procedures pursuant to Rule 13a-15 under the Securities Exchange Act of 1934, as amended (the "Exchange Act"). In designing and evaluating the disclosure controls and procedures, management recognizes that any controls and procedures, no matter how well designed and operated, can provide only reasonable assurance of achieving the desired control objectives. In addition, the design of disclosure controls and procedures must reflect the fact that there are resource constraints and that management is required to apply its judgment in evaluating the benefits of possible controls and procedures relative to their costs.

Based on management's evaluation, our chief executive officer and chief financial officer concluded that, as of December 31, 2007, our disclosure controls and procedures are designed at a reasonable assurance level and are effective to provide reasonable assurance that information we are required to disclose in reports that we file or submit under the Exchange Act is recorded, processed, summarized and reported within the time periods specified in Securities and Exchange Commission rules and forms, and that such information is accumulated and communicated to our management, including our chief executive officer and chief financial officer, as appropriate, to allow timely decisions regarding required disclosure.

*(b) Changes in internal control over financial reporting.*

We regularly review our system of internal control over financial reporting and make changes to our processes and systems to improve controls and increase efficiency, while ensuring that we maintain an effective internal control environment. Changes may include such activities as implementing new, more efficient systems, consolidating activities, and migrating processes.

There were no changes in our internal control over financial reporting that occurred during the period covered by this Annual Report on Form 10-K that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.

*(c) Management's report on internal control over financial reporting.*

Our management is responsible for establishing and maintaining adequate internal control over financial reporting, as defined in Exchange Act Rule 13a-15(f). Management conducted an evaluation of the effectiveness of our internal control over financial reporting based on the framework in Internal Control—Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission. Based on this evaluation, management concluded that our internal control over financial reporting was effective as of December 31, 2007. Management reviewed the results of their assessment with our Audit Committee. The effectiveness of our internal control over financial reporting as of December 31, 2007 has been audited by Ernst & Young LLP, an independent registered public accounting firm, as stated in their report which is included in Item 8 of this Annual Report on Form 10-K.

**ITEM 9B. OTHER INFORMATION**

Not applicable.

### **PART III**

#### **ITEM 10. DIRECTORS AND EXECUTIVE OFFICERS OF THE REGISTRANT**

The information required by this item regarding our directors and corporate governance matters is included under the captions "Corporate Governance and Board of Directors Matters" and "Proposals to be Voted On—Proposal Number 1—Election of Directors" in Google's Proxy Statement for its 2008 Annual Meeting of Stockholders to be filed with the SEC within 120 days after the end of the fiscal year ended December 31, 2007 (the "2008 Proxy Statement") and is incorporated herein by reference. The information required by this item regarding delinquent filers pursuant to Item 405 of Regulation S-K is included under the heading "Section 16(a) Beneficial Ownership Reporting Compliance" in the 2008 Proxy Statement and is incorporated herein by reference.

The information required by this item concerning our executive officers is set forth under the heading "Executive Officers of the Registrant" in Part I of this Annual Report on Form 10-K.

#### **ITEM 11. EXECUTIVE COMPENSATION**

The information required by this item is included under the captions "Director Compensation" and "Executive Compensation" in the 2008 Proxy Statement and incorporate herein by reference.

#### **ITEM 12. SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT AND RELATED STOCKHOLDER MATTERS**

The information required by this item is included under the captions "Common Stock Ownership of Certain Beneficial Owners and Management" and "Executive Compensation—Equity Compensation Plan Information" in the 2008 Proxy Statement and is incorporated herein by reference.

#### **ITEM 13. CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS**

The information required by this item is included under the caption "Certain Relationships and Related Party Transactions" in the 2008 Proxy Statement and is incorporated herein by reference.

#### **ITEM 14. PRINCIPAL ACCOUNTING FEES AND SERVICES**

The information required by this item is included under the caption "Independent Public Accountants" in the 2008 Proxy Statement and is incorporated herein by reference.

## PART IV

### ITEM 15. EXHIBITS AND FINANCIAL STATEMENT SCHEDULE

(a) We have filed the following documents as part of this Form 10-K:

#### 1. Consolidated Financial Statements

Reports of Independent Registered Public Accounting Firm .....	63
Financial Statements	
Consolidated Balance Sheets .....	65
Consolidated Statements of Income .....	66
Consolidated Statements of Stockholders' Equity .....	67
Consolidated Statements of Cash Flows .....	68
Notes to Consolidated Financial Statements .....	69

#### 2. Financial Statement Schedule

##### Schedule II: Valuation and Qualifying Accounts

All other schedules have been omitted because they are not required, not applicable, or the required information is otherwise included.

##### Schedule II: Valuation and Qualifying Accounts

Allowance for Doubtful Accounts and Sales Credits	Balance at Beginning of Year	Charged to Expenses/ Against Revenue			Balance at End of Year
		Write-Offs	Net of Recoveries	(In thousands)	
Year ended December 31, 2005 .....	\$ 3,962	\$ 18,264	\$ (7,374)	\$ 14,852	
Year ended December 31, 2006 .....	\$14,852	\$ 9,899	\$ (7,837)	\$16,914	
Year ended December 31, 2007 .....	\$16,914	\$46,001	\$ (30,028)	\$32,887	

Note: Additions to the allowance for doubtful accounts are charged to expense. Additions to the allowance for sales credits are charged against revenues.

#### 3. Exhibits.

See the Exhibit Index immediately following the signature page of this Annual Report of Form 10-K

## SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the Registrant has duly caused this Annual Report on Form 10-K to be signed on its behalf by the undersigned, thereunto duly authorized, on February 15, 2008.

### GOOGLE INC.

By: /s/ ERIC E. SCHMIDT

Eric E. Schmidt  
Chairman of the Board of Directors and  
Chief Executive Officer

## POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that each person whose signature appears below constitutes and appoints Eric E. Schmidt and George Reyes, jointly and severally, his or her attorney-in-fact, with the power of substitution, for him or her in any and all capacities, to sign any amendments to this Annual Report on Form 10-K and to file the same, with exhibits thereto and other documents in connection therewith, with the Securities and Exchange Commission, hereby ratifying and confirming all that each of said attorneys-in-fact, or his or her substitute or substitutes, may do or cause to be done by virtue hereof.

Pursuant to the requirements of the Securities Exchange Act of 1934, this Annual Report on Form 10-K has been signed below by the following persons on behalf of the Registrant and in the capacities and on the dates indicated.

<u>Signature</u>	<u>Title</u>	<u>Date</u>
<u>/s/ ERIC E. SCHMIDT</u> Eric E. Schmidt	Chairman of the Board of Directors and Chief Executive Officer (Principal Executive Officer)	February 15, 2008
<u>/s/ GEORGE REYES</u> George Reyes	Chief Financial Officer (Principal Financial and Accounting Officer)	February 15, 2008
<u>/s/ SERGEY BRIN</u> Sergey Brin	President of Technology, Assistant Secretary and Director	February 15, 2008
<u>/s/ LARRY PAGE</u> Larry Page	President of Products, Assistant Secretary and Director	February 15, 2008
<u>/s/ L. JOHN DOERR</u> L. John Doerr	Director	February 15, 2008
<u>/s/ K. RAM SHIRIRAM</u> K. Ram Shriram	Director	February 15, 2008
<u>/s/ JOHN L. HENNESSY</u> John L. Hennessy	Director	February 15, 2008
<u>/s/ ARTHUR D. LEVINSON</u> Arthur D. Levinson	Director	February 15, 2008
<u>/s/ PAUL S. OTELLINI</u> Paul S. Otellini	Director	February 15, 2008
<u>/s/ SHIRLEY TILGHMAN</u> Shirley Tilghman	Director	February 15, 2008
<u>/s/ ANN MATHER</u> Ann Mather	Director	February 15, 2008

Exhibit Number	Description	Incorporated by reference herein	
		Form	Date
1.01	Form of Distribution Agreement dated April 20, 2007 among Google Inc., Morgan Stanley & Co. Incorporated, Citigroup Global Markets Inc., Credit Suisse Securities (USA) LLC and UBS Securities LLC (the "Distribution Agreement")	Current Report on Form 8-K (File No. 000-50726)	April 23, 2007
1.01.1	Amendment No. 1 to the Distribution Agreement among Google Inc. and J.P. Morgan Securities Inc. entered into as of July 20, 2007	Quarterly Report on Form 10-Q (File No. 000-50726)	August 9, 2007
1.02	Form of Bidding Rules Agreement dated April 20, 2007 among Google Inc., Morgan Stanley & Co. Incorporated, as Auction Manager and Bidder, Citigroup Global Markets Inc. as Warrant Agent and Bidder and Credit Suisse Securities (USA) LLC and UBS Securities LLC, as Bidders (the "Bidding Rules Agreement")	Current Report on Form 8-K (File No. 000-50726)	April 23, 2007
1.02.1	Amendment No. 1 to the Bidding Rules Agreement among Google Inc. and J.P. Morgan Securities Inc., as Bidder entered into as of July 20, 2007	Quarterly Report on Form 10-Q (File No. 000-50726)	August 9, 2007
2.1	Agreement and Plan of Merger by and among Google Inc., Whopper Acquisition Corp. and Click Holding Corp., dated as of April 13, 2007	Current Report on Form 8-K (File No. 000-50726)	April 19, 2007
3.01	Third Amended and Restated Certificate of Incorporation of Registrant as filed August 24, 2004	Registration Statement on Form S-1, as amended (File No. 333-114984)	August 9, 2004
3.02	Amended and Restated Bylaws of Registrant, effective as of August 24, 2004	Registration Statement on Form S-1, as amended (File No. 333-114984)	August 9, 2004
4.01	Investor Rights Agreement dated May 31, 2002	Registration Statement on Form S-1, as amended (File No. 333-114984)	April 29, 2004
4.01.1	Amendment to Investor Rights Agreement dated August 17, 2004	Registration Statement on Form S-1, as amended (File No. 333-114984)	August 18, 2004
4.02	Specimen Class A Common Stock certificate	Registration Statement on Form S-1, as amended (File No. 333-114984)	August 18, 2004
4.03	Specimen Class B Common Stock certificate	Registration Statement on Form S-1, as amended (File No. 333-114984)	August 18, 2004
4.04	Registration Rights Agreement dated October 9, 2006 (with stockholders of YouTube, Inc.)	Registration Statement on Form S-3 (File No. 333-140498)	February 7, 2007

Exhibit Number	Description	Incorporated by reference herein	
		Form	Date
4.05	Form of Warrant Agreement dated April 20, 2007 among Google Inc., Citigroup Global Markets Inc. as Warrant Agent, and Morgan Stanley & Co. Incorporated, Citigroup Global Markets Inc., Credit Suisse Management LLC, and UBS AG, London Branch, as Warrantholders (the "Warrant Agreement")	Current Report on Form 8-K (File No. 000-50726)	April 23, 2007
4.05.1	Amendment No. 1 to the Warrant Agreement among Google Inc. and J.P. Morgan Securities Inc., as Warrantholder entered into as of July 20, 2007	Quarterly Report on Form 10-Q (File No. 000-50726)	August 9, 2007
10.01	Form of Indemnification Agreement entered into between Registrant, its affiliates and its directors and officers	Registration Statement on Form S-1, as amended (File No. 333-114984)	July 12, 2004
10.02 ♦	1998 Stock Plan, as amended	Quarterly Report on Form 10-Q (File No. 000-50726)	August 9, 2006
10.02.1 ♦	1998 Stock Plan—Form of stock option agreement	Registration Statement on Form S-1, as amended (File No. 333-114984)	April 29, 2004
10.03 ♦	Applied Semantics, Inc. 1999 Stock Option/Stock Issuance Plan, as amended	Quarterly Report on Form 10-Q (File No. 000-50726)	August 9, 2006
10.04 ♦	2000 Stock Plan, as amended	Quarterly Report on Form 10-Q (File No. 000-50726)	August 9, 2006
10.04.1 ♦	2000 Stock Plan—Form of stock option agreement	Registration Statement on Form S-1, as amended (File No. 333-114984)	April 29, 2004
10.05 ♦	2003 Stock Plan, as amended	Quarterly Report on Form 10-Q (File No. 000-50726)	May 10, 2007
10.05.1 ♦	2003 Stock Plan—Form of stock option agreement	Registration Statement on Form S-1, as amended (File No. 333-114984)	April 29, 2004
10.06 ♦	2003 Stock Plan (No. 2), as amended	Quarterly Report on Form 10-Q (File No. 000-50726)	May 10, 2007
10.06.1 ♦	2003 Stock Plan (No.2)—Form of stock option agreement	Registration Statement on Form S-1, as amended (File No. 333-114984)	April 29, 2004
10.07 ♦	2003 Stock Plan (No.3), as amended	Quarterly Report on Form 10-Q (File No. 000-50726)	May 10, 2007
10.07.1 ♦	2003 Stock Plan (No.3)—Form of stock option agreement	Registration Statement on Form S-1, as amended (File No. 333-114984)	April 29, 2004
10.08 ♦	Google Inc. 2004 Stock Plan, as amended	Current Report on Form 8-K (File No. 000-50726)	May 15, 2007
10.08.1 ♦	2004 Stock Plan—Form of stock option agreement	Annual Report on Form 10-K (File No. 000-50726)	March 30, 2005
10.08.2 ♦	2004 Stock Plan—Form of restricted stock unit agreement	Annual Report on Form 10-K (File No. 000-50726)	March 30, 2005

Exhibit Number	Description	Incorporated by reference herein	
		Form	Date
10.08.3 ♦	2004 Stock Plan----Amendment to stock option agreements	Registration Statement on Form S-3 (File No. 333-142243)	April 20, 2007
10.08.4 ♦	2004 Stock Plan----Form of stock option agreement (TSO Program)	Registration Statement on Form S-3 (File No. 333-142243)	April 20, 2007
10.09 ♦	Ignite Logic, Inc. 2003 Equity Incentive Plan, as amended	Quarterly Report on Form 10-Q (File No. 000-50726)	August 9, 2006
10.10 ♦	Lifescape Solutions, Inc. 2001 Stock Plan, as amended	Quarterly Report on Form 10-Q (File No. 000-50726)	August 9, 2006
10.11 ♦	Keyhole, Inc. 2000 Equity Incentive Plan, as amended	Quarterly Report on Form 10-Q (File No. 000-50726)	August 9, 2006
10.12 ♦	Picasa, Inc. Employee Bonus Plan	Registration Statement on Form S-8 (File No. 333-119378)	September 29, 2004
10.13 ♦	YouTube, Inc. 2005 Stock Plan	Registration Statement on Form S-8 (File No. 333-138848)	November 20, 2006
10.14	Purchase and Sale Agreement dated June 9, 2006 by and among WXIII/Amphitheatre Realty, L.L.C., WXIII/Crittenden Realty A/B, L.L.C., WXIII/Crittenden Realty C, L.L.C., and WXIII/Crittenden Realty D, L.L.C. and Google Inc.	Quarterly Report on Form 10-Q (File No. 000-50726)	August 9, 2006
10.15 +	Amended and Restated License Agreement dated October 13, 2003 by and between The Board of Trustees of the Leland Stanford Junior University and Registrant	Registration Statement on Form S-1, as amended (File No. 333-114984)	August 16, 2004
10.15.1	License Agreement dated July 2, 2001 by and between The Board of Trustees of the Leland Stanford Junior University and Registrant	Registration Statement on Form S-1, as amended (File No. 333-114984)	August 18, 2004
10.16 ♦	Google Senior Executive Bonus Plan	Current Report on Form 8-K (File No. 000-50726)	March 28, 2007
10.17 ♦	Letter agreement between the Company and Shirley Tilghman dated August 16, 2005.	Current Report on Form 8-K (File No. 000-50726)	October 6, 2005
10.18	Amended and Restated Limited Liability Company Agreement of AOL Holdings LLC dated March 24, 2006	Annual Report on Form 10-K (File No. 000-50726)	March 16, 2006
10.19	Contribution Agreement among Time Warner Inc., Google Inc. and America Online, Inc. dated March 24, 2006	Annual Report on Form 10-K (File No. 000-50726)	March 16, 2006

Exhibit Number	Description	Incorporated by reference herein	
		Form	Date
10.20	Google Registration Rights Agreement among Time Warner Inc., AOL Holdings LLC and Google Inc. dated March 24, 2006	Annual Report on Form 10-K (File No. 000-50726)	March 16, 2006
10.21 <sup>+</sup>	Agreement and Plan of Merger, dated as of January 16, 2006, by and among Google Inc., Enumclaw, Inc., dMarc Broadcasting, Inc. and certain other parties thereto	Annual Report on Form 10-K (File No. 000-50726)	March 1, 2007
10.22	Amended and Restated Agreement and Plan of Merger by and among Google Inc., Snowmass Holdings Inc., YouTube, Inc. and certain other parties dated as of November 3, 2006, as amended	Quarterly Report on Form 10-Q/A (File No. 000-50726)	May 10, 2007
21.01 <sup>*</sup>	List of subsidiaries of Registrant		
23.01 <sup>*</sup>	Consent of Independent Registered Public Accounting Firm		
24.01 <sup>*</sup>	Power of Attorney (incorporated by reference to the signature page of this Annual Report on Form 10-K)		
31.01 <sup>*</sup>	Certification of Chief Executive Officer pursuant to Exchange Act Rules 13a-14(a) and 15d-14(a), as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002		
31.02 <sup>*</sup>	Certification of Chief Financial Officer pursuant to Exchange Act Rules 13a-14(a) and 15d-14(a), as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002		
32.01 <sup>‡</sup>	Certifications of Chief Executive Officer and Chief Financial Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002		

♥ Indicates management compensatory plan, contract or arrangement.

† Confidential treatment has been requested for portions of this exhibit.

\* Filed herewith.

‡ Furnished herewith.

**CERTIFICATION**

I, Eric E. Schmidt, certify that:

1. I have reviewed this annual report on Form 10-K of Google Inc.;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officers and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
  - (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this annual report is being prepared;
  - (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
  - (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
  - (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
  - (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
  - (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: February 15, 2008

/s/ ERIC E. SCHMIDT

Eric E. Schmidt  
Chairman of the Board of Directors and  
Chief Executive Officer

**CERTIFICATION**

I, George Reyes, certify that:

1. I have reviewed this annual report on Form 10-K of Google Inc.;
2. Based on my knowledge, this annual report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officers and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
  - (a) Designed such disclosure controls and procedures or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this annual report is being prepared;
  - (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
  - (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
  - (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
  - (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
  - (c) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: February 15, 2008

/s/ GEORGE REYES

George Reyes  
Chief Financial Officer

**CERTIFICATION OF CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER**

**PURSUANT TO  
18 U.S.C. SECTION 1350,  
AS ADOPTED PURSUANT TO  
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002**

I, Eric E. Schmidt, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that the Annual Report of Google Inc. on Form 10-K for the fiscal year ended December 31, 2007 fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934 and that information contained in this Form 10-K fairly presents in all material respects the financial condition and results of operations of Google Inc.

By: /s/ ERIC E. SCHMIDT

Date: February 15, 2008

Name: Eric E. Schmidt

Title: *Chairman of the Board of Directors and  
Chief Executive Officer*

I, George Reyes, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that the Annual Report of Google Inc. on Form 10-K for the fiscal year ended December 31, 2007 fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934 and that information contained in this Form 10-K fairly presents in all material respects the financial condition and results of operations of Google Inc.

By: /s/ GEORGE REYES

Date: February 15, 2008

Name: George Reyes

Title: *Chief Financial Officer*

The Letter from the Founders contained in this Annual Report contains forward-looking statements within the meaning of the federal securities laws. These forward-looking statements include, but are not limited to, statements related to our ability to improve our search and advertising systems and grow our local advertiser base, our ability to successfully integrate businesses that we have acquired, our ability to improve and integrate our applications products, our ability to achieve our renewable energy goals and our ability to continue to make Google a more global company. These forward-looking statements are based on current expectations, forecasts and assumptions and involve a number of risks and uncertainties that could cause actual results to differ materially from those anticipated by these forward-looking statements. Such risks and uncertainties include a variety of factors, some of which are beyond our control. In particular, such risks and uncertainties include the competition that we face from various Internet companies, our ability to develop and improve products that provide users with the information they are searching for and that provides relevant advertisements to users and allows advertisers to target and tune their advertising and accurately measure the results of their advertising programs, difficulties inherent in integrating acquired businesses, the many risks relating to successful development and marketing of technology, the pressures and challenges that the rapid growth places on our ability to maintain our corporate culture, the disruption caused by third party applications that interfere with our products, the effect of U.S. and foreign laws and regulatory processes, our ability to manage technology advances or changing business requirements, and technical and implementation challenges related to obtaining our renewable energy goals. Additional factors that could cause results to differ materially from those described in these forward-looking statements are contained in our Annual Report on Form 10-K for the fiscal year ended December 31, 2007. These forward-looking statements should not be relied upon as representing our views as of any subsequent date, and we undertake no obligation to update any forward-looking statements to reflect events or circumstances after the date they were made.

#### DIRECTORS AND OFFICERS

##### *Directors*

Eric Schmidt

Chairman of the Board & Chief Executive Officer  
Google Inc.

Larry Page

Co-Founder & President, Products  
Google Inc.

Sergey Brin

Co-Founder & President, Technology  
Google Inc.

L. John Doerr

General Partner  
Kleiner Perkins Caufield & Byers

John L. Hennessy

President, Stanford University

Arthur D. Levinson

Chairman & Chief Executive Officer  
Genentech, Inc.

Ann Mather

Former Executive Vice President & Chief Financial Officer  
Pixar

Paul S. Otellini

President & Chief Executive Officer  
Intel Corporation

K. Ram Shriram

Managing Partner, Sherpalo

Shirley M. Tilghman

President, Princeton University

##### *Executive Officers*

Eric Schmidt

Chairman of the Board & Chief Executive Officer

Larry Page

Co-Founder & President, Products

Sergey Brin

Co-Founder & President, Technology

Shona L. Brown

Senior Vice President, Business Operations

David C. Drummond

Senior Vice President, Corporate Development & Chief Legal Officer

Alan Eustace

Senior Vice President, Engineering & Research

Omid Kordestani

Senior Vice President, Global Sales & Business Development

George Reyes

Senior Vice President & Chief Financial Officer

Jonathan J. Rosenberg

Senior Vice President, Product Management

#### STOCKHOLDER INFORMATION

For further information about Google, contact:

Investor Relations

Google Inc.

1600 Amphitheatre Parkway  
Mountain View, California 94043

You may also reach us by visiting the investor relations portion of our website at:

<http://investor.google.com>

If you wish to receive stockholder information online, you can register at:

<http://investor.google.com/notify.html>

Google's stock trades on the Nasdaq Global Select Market under the ticker symbol GOOG.

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Independent Registered Public Accounting Firm

Ernst & Young LLP  
San Jose, California



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way your grandmother used to do with the ones she found in the newspaper. Create a spreadsheet that updates itself. Read up on the latest medical treatments for your child's Brazil nut allergy. Stay on top of the game while you're stuck in line at the grocery store. Find out just how far you ran today. Dig a hole through the middle of the earth and see what's on the other side. Switch a call from your cell phone to your home phone with the press of a button. Reply to an email by text message. Quickly locate files buried deep in your hard drive. Find the answer to life, the universe, and everything. See not only where your stock takes a dive but why. Shop online without having to run around looking for your wallet when it's time to check out. Enter your name, address, phone number, credit card with a single click. Learn how to make Spam carbonara. Enjoy the sunshine any time of the day. Sneak a peek at what other people are searching for online right now. Create and publish a web page in minutes. Hail a cab from your desk. Explore Mars. Find parking before you get behind the wheel. Take your Internet bookmarks, passwords, and settings with you everywhere you go. Learn a new skill in minutes. Create the ultimate homepage featuring all your favorite websites, emails, and shopping lists.

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